



UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

MARK E. FELGER (MF9985)
JERROLD N. POSLUSNY, JR. (JP7140)
COZEN O'CONNOR
LibertyView, Suite 300
457 Haddonfield Road
Cherry Hill, NJ 08002
(856) 910-5000
Proposed Attorneys for the Debtors

In re:

SHAPES/ARCH HOLDINGS L.L.C., et al.,

Debtors.

Case No. 08-14631 (GMB)
(Jointly Administered)

Judge: Gloria M. Burns

Chapter: 11

Recommended Local Form:

☐ Followed

☒ Modified

**ORDER AUTHORIZING RETENTION OF COZEN O'CONNOR
AS ATTORNEYS FOR THE DEBTORS**

The relief set forth on the following pages, numbered two (2) through three (3) is hereby
ORDERED.

DATED: 4/9/2008



Honorable Gloria M. Burns
United States Bankruptcy Court Judge

Page 2

Shapes/Arch Holdings L.L.C., et al.

Case No: 08-14631 (GMB)

Order Authorizing Retention of Cozen O'Connor as Attorneys for the Debtors

In re: Shapes/Arch Holdings L.L.C., et al.
Case No.: 08-14631(GMB)
Applicant: Shapes/Arch Holdings L.L.C., et al.

☐ Trustee: ☐ Chap. 7 ☐ Chap. 11 ☐ Chap. 13

☒ Debtors: ☒ Chap. 11 ☐ Chap. 13

☐ Official Committee of _____

Name of Professional: Cozen O'Connor
Address of Professional: LibertyView, Suite 300
457 Haddonfield Rd.
Cherry Hill, NJ 08002

☒ Attorney for: ☐ Trustee ☒ Debtors-in-Possession
☐ Official Committee of _____

☐ Accountant for: ☐ Trustee ☐ Debtor-in-Possession
☐ Official Committee of _____

☐ Other Professional:
☐ Realtor ☐ Appraiser ☐ Special Counsel
☐ Auctioneer ☐ Other (specify): _____

Upon the applicant's request for authorization to retain the professional named above,

It is hereby ORDERED as follows:

1. The applicants, Shapes/Arch Holdings L.L.C., Shapes L.L.C., Delair L.L.C., Accu-Weld L.L.C. and Ultra L.L.C., are authorized to retain the above party in the professional capacity noted upon the terms set forth in the Application. Notwithstanding the foregoing, the United States Trustee and Cozen O'Connor have agreed that the issue of an "evergreen" retainer will be deferred and resolved in due course.

Page 3

Shapes/Arch Holdings L.L.C., et al.

Case No: 08-14631 (GMB)

Order Authorizing Retention of Cozen O'Connor as Attorneys for the Debtors

2. Compensation shall be paid in such amounts as may be allowed by the Court upon proper application(s) therefor.

3. The effective date of the retention is the date the application was filed with the Court.

CHERRY_HILL\429791\2 077771.000